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Anhui Tianda Oil Pipe Company Limited

安徽天大石油管材股份有限公司

(a joint stock company incorporated in the People's Republic of China with limited liability)

Stock Code: 839

**RESULTS OF THE AGM
AND
PAYMENT OF FINAL AND SPECIAL DIVIDENDS**

The Board is pleased to announce that the AGM was duly held on 30 June 2015 at which all the proposed resolutions were duly passed.

The Board also wishes to notify the Shareholders of more details relating to the payment of the final and special dividends for the year ended 31 December 2014.

Reference is made to the notice of the Annual General Meeting (the "AGM") of Anhui Tianda Oil Pipe Company Limited (the "Company") dated 28 April 2015 (the "Notice"). Unless otherwise indicated, capitalized terms used herein shall have the same meaning as defined in the Notice.

The AGM was duly held at Zhenxing Road, Tongcheng Town, Tianchang City, Anhui Province, the PRC on Tuesday, 30 June 2015. All the resolutions set out in the Notice were duly passed. Computershare Hong Kong Investor Services Limited, the Company's registrar of the H Shares in Hong Kong, has been appointed and acted as the scrutineer for the vote-taking in respect of the AGM.

RESULTS OF THE AGM

All resolutions as set out in the Notice of the AGM were duly passed by way of poll vote at the AGM and the results in respect of such resolutions are as follows:

No.	Ordinary resolutions	Number of votes					
		For			Against		
1.	The report of the directors of the Company for the year ended 31 December 2014 be approved	H Shares:	311,538,377 Shares		H Shares:	NIL Shares	
		Domestic Shares:	510,000,000 Shares		Domestic Shares:	NIL Shares	
		Total:	821,538,377 Shares	(100.00%)	Total:	NIL Shares	(0.00%)
2.	The report of the supervisors of the Company for the year ended 31 December 2014 be approved	H Shares:	311,538,377 Shares		H Shares:	NIL Shares	
		Domestic Shares:	510,000,000 Shares		Domestic Shares:	NIL Shares	
		Total:	821,538,377 Shares	(100.00%)	Total:	NIL Shares	(0.00%)
3.	The audited consolidated financial statements of the Company for the year ended 31 December 2014 be approved	H Shares:	311,538,377 Shares		H Shares:	NIL Shares	
		Domestic Shares:	510,000,000 Shares		Domestic Shares:	NIL Shares	
		Total:	821,538,377 Shares	(100.00%)	Total:	NIL Shares	(0.00%)
4.	The reappointment of the Company's auditors for 2015 and authorization of the Board to determine their remunerations be approved	H Shares:	306,688,377 Shares		H Shares:	NIL Shares	
		Domestic Shares:	510,000,000 Shares		Domestic Shares:	NIL Shares	
		Total:	816,688,377 Shares	(100.00%)	Total:	NIL Shares	(0.00%)
5.	The Company's profit distribution plan for the year ended 31 December 2014 and the declaration and payment of a final and special dividend for the year ended 31 December 2014 in the amount and in the manner recommended by the Board be approved	H Shares:	311,538,377 Shares		H Shares:	NIL Shares	
		Domestic Shares:	510,000,000 Shares		Domestic Shares:	NIL Shares	
		Total:	821,538,377 Shares	(100.00%)	Total:	NIL Shares	(0.00%)
6.	the authorisation of the Board to determine the remunerations of the directors and the supervisors of the Company be approved	H Shares:	311,538,377 Shares		H Shares:	NIL Shares	
		Domestic Shares:	510,000,000 Shares		Domestic Shares:	NIL Shares	
		Total:	821,538,377 Shares	(100.00%)	Total:	NIL Shares	(0.00%)

No.	Ordinary resolutions	Number of votes					
		For			Against		
7.	To elect Mr. Ye Shi Qu as an executive director of the Company	H Shares:	311,538,377 Shares		H Shares:	NIL Shares	
		Domestic Shares:	510,000,000 Shares		Domestic Shares:	NIL Shares	
		Total:	821,538,377 Shares	(100.00%)	Total:	NIL Shares	(0.00%)
8.	To elect Mr. Zhang Hu Ming as an executive director of the Company	H Shares:	311,538,377 Shares		H Shares:	NIL Shares	
		Domestic Shares:	510,000,000 Shares		Domestic Shares:	NIL Shares	
		Total:	821,538,377 Shares	(100.00%)	Total:	NIL Shares	(0.00%)
9.	To elect Mr. Liu Peng as a non-executive director of the Company	H Shares:	306,688,377 Shares		H Shares:	4,850,000 Shares	
		Domestic Shares:	510,000,000 Shares		Domestic Shares:	NIL Shares	
		Total:	816,688,377 Shares	(99.41%)	Total:	4,850,000 Shares	(0.59%)
10.	To elect Mr. Bruno Saintes as a non-executive director of the Company	H Shares:	311,538,377 Shares		H Shares:	NIL Shares	
		Domestic Shares:	510,000,000 Shares		Domestic Shares:	NIL Shares	
		Total:	821,538,377 Shares	(100.00%)	Total:	NIL Shares	(0.08%)
11.	To elect Mr. Zhao Bin as an independent non-executive director of the Company	H Shares:	306,688,377 Shares		H Shares:	4,850,000 Shares	
		Domestic Shares:	510,000,000 Shares		Domestic Shares:	NIL Shares	
		Total:	816,688,377 Shares	(99.41%)	Total:	4,850,000 Shares	(0.59%)
12.	To elect Mr. Wang Bo as an independent non-executive director of the Company	H Shares:	311,538,377 Shares		H Shares:	NIL Shares	
		Domestic Shares:	510,000,000 Shares		Domestic Shares:	NIL Shares	
		Total:	821,538,377 Shares	(100.00%)	Total:	NIL Shares	(0.00%)

There were 497,626,000 H Shares (being the total number of issued H Shares) and 510,000,000 Domestic Shares (being the total number of issued Domestic Shares) entitling the holders to attend and vote for or against the above resolutions at the AGM.

Mr. Ye Shiqu (being the Chairman and an executive Director of the Company) is interested in (i) 20,000,000 H Shares (representing approximately 4.02% of the total issued H Shares and approximately 1.98% of the total number of Shares in issue) held directly by Tiancheng Changyun through his controlled corporation Tianda Holding which in turn controls Anhui Tianda (Group) Company Limited, the holding company of Tiancheng Changyun; and (ii) 29,719,000 H Shares (representing approximately 5.97% of the total issued H Shares and approximately 2.95% of the total number of Shares in issue) held directly by Tianfa through his controlled corporation Tianda Holding which in turn controls Tianda Investment, the holding company of Tianfa. Mr. Ye Shiqu is also interested in 510,000,000 Domestic Shares in aggregate (representing 100% of the total issued Domestic Shares and approximately 50.61% of the total Shares in issue) held directly by Tianda Investment and Tianda Holding, the holding company of Tianda Investment.

There were no shares entitling the holder to attend and vote only against any of the above resolutions proposed at the AGM. There were no restrictions on the Shareholders to cast votes on any proposed resolutions at the AGM.

Since all resolutions were passed by majority of the voting rights held by the Shareholders (including proxies) present at the AGM, they were duly passed at the AGM.

PAYMENT OF FINAL AND SPECIAL DIVIDENDS

The Board also wishes to notify the Shareholders of details of the payment of the final and special dividends for the year ended 31 December 2014 as follows:

For the purpose of ascertaining shareholders' entitlement to the final and special dividends, the Register of Members of the Company will be closed from 7 July 2015 to 12 July 2015, both days inclusive, during which period no transfer of shares will be effected. The Company will pay a final dividend of RMB 4 cents per share and a special dividend of RMB12 cents per share for the year ended 31 December 2014 payable to the Shareholders whose names appeared on the register of members of the Company at close of business on 12 July 2015. In order to qualify for the final and special dividends, all transfers accompanied by the relevant share certificates must be lodged with Computershare Hong Kong Investor Services Limited, the share registrar of the Company's H Shares, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on 6 July 2015.

According to Article 160 of the Articles of Association of the Company, dividends payable to holders of the Domestic Shares shall be declared in Renminbi while dividends payable to holders of the H Shares shall be declared in Hong Kong dollars. The following formula shall apply for the purpose of calculating the HK\$ equivalent of the amount of final / special dividend payable per H Share:

$$\begin{array}{l} \text{Conversion rate for final /} \\ \text{special dividend per Share} \\ \text{(RMB to HK\$)} \end{array} = \frac{\text{Final/Special dividend per Share in RMB as approved and declared}}{\text{Average of the middle exchange rates for RMB to HK\$ as}} \\ \text{announced by the People's Bank of China for the calendar} \\ \text{week before 30 June 2015}$$

Reference is made to the announcement of the Company dated 27 February 2009 regarding the "WITHHOLDING AND PAYMENT OF ENTERPRISE INCOME TAX FOR NON-RESIDENT ENTERPRISE SHAREHOLDERS IN RESPECT OF 2008 FINAL DIVIDEND", the amount of final / special dividend payable to holders of H shares who are non-resident enterprise (including HKSCC (Nominees) Limited) will be deducted by 10% for the withholding of enterprise income tax in the PRC.

The average of the middle exchange rates for RMB to HK\$ as announced by the People's Bank of China for the calendar week before 30 June 2015, that is the date of the AGM at which the final and special dividend was duly approved, is RMB0.7887 to HK\$1.00. Accordingly, the amount of final and special dividend payable per H Share (before withholding of enterprise income tax) are HK\$0.0507 and HK\$0.1521, respectively.

The Company has appointed ICBC (Asia) Trustee Company Limited as the receiving agent in Hong Kong (the "Receiving Agent") and will remit to the Receiving Agent the final and special dividends declared for payment to holders of H Shares. The final and special dividends will be paid on or about 30 July 2015, and will be despatched on the same day to the Shareholders entitled to receive such dividend by ordinary post and at their own risk.

By Order of the Board
安徽天大石油管材股份有限公司
Anhui Tianda Oil Pipe Company Limited
Ye Shi Qu
Chairman

Anhui China, 30 June 2015

As at the date of this announcement, the Board comprises Ye Shi Qu, Zhang Hu Ming and Fu Jun as executive directors; Liu Peng and Bruno Saintes as non-executive directors; and Zhao Bin, Wang Bo and Wang Jie as independent non-executive directors.